

**IN THE UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

|                                    |          |                     |
|------------------------------------|----------|---------------------|
| <b>CAROLINE BEHREND, et al.</b>    | <b>:</b> | <b>CIVIL ACTION</b> |
|                                    | <b>:</b> |                     |
| <b>v.</b>                          | <b>:</b> |                     |
|                                    | <b>:</b> |                     |
| <b>COMCAST CORPORATION, et al.</b> | <b>:</b> | <b>NO. 03-6604</b>  |

**ORDER**

**AND NOW**, this 7th day of January 2010, upon consideration of Plaintiffs' Amended Motion for Certification of the Philadelphia Class (Docket Entry 330), all responses thereto, the testimony heard by the Court, and the arguments of counsel, **IT IS HEREBY ORDERED** as follows:

1. The Motion is **GRANTED**.
2. The Court **CERTIFIES** the following plaintiff class pursuant to Fed. R. Civ. P. 23(a) and (b)(3):

All cable television customers who subscribe or subscribed at any time since December 1, 1999 to the present to video programming services (other than solely to basic cable services) from Comcast, or any of its subsidiaries or affiliates in Comcast's Philadelphia cluster. The class excludes governmental entities, Defendants, Defendants' subsidiaries and affiliates and this Court.

For purposes of this class definition, the term "Comcast's Philadelphia cluster" is be defined to mean:

those areas covered by Comcast's cable franchises or any of its subsidiaries or affiliates, located in Philadelphia, Pennsylvania and geographically contiguous areas, or areas in close geographic proximity to Philadelphia, Pennsylvania, which is comprised of the areas covered by Comcast's cable franchises, or any of its subsidiaries or affiliates, located in the following counties: Berks, Bucks, Chester, Delaware, Montgomery and Philadelphia, Pennsylvania; Kent and New Castle, Delaware; and Atlantic, Burlington, Camden, Cape May, Cumberland, Gloucester, Mercer

and Salem, New Jersey.

3. Plaintiffs Caroline Behrend and Stanford Glaberson are **APPOINTED** as representatives of the Philadelphia Class.
4. Pursuant to Fed. R. Civ. P. 23(g), the law firms of Heins Mills & Olson, P.L.C. and Susman Godfrey, L.L.P. are **APPOINTED** Co-Lead Counsel for the Philadelphia Class.
5. Defendants' Motion for Partial Findings Pursuant to Fed. R. Civ. P. 52(c) (Docket Entry 412) is **DENIED**.
6. Plaintiffs' Motion to Seal Document (Docket Entry 418) is **GRANTED**.

BY THE COURT:

/s/ John R. Padova  
John R. Padova, J.